

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

In re:

YOUFIT HEALTH CLUBS, LLC, *et al.*,<sup>1</sup>  
  
Debtors.

Chapter 11

Case No. 20-12841 (MFW)

(Jointly Administered)

**DECLARATION OF ORDINARY COURSE PROFESSIONAL**

I, Robert Kolakowski, pursuant to 28 U.S.C. § 1746, declare as follows:

1. I am a Managing Director of the following firm (the “**Firm**”), which maintains offices at the address and phone number listed below:

**Firm:** KPMG LLP

**Address and Phone Number:** 150 John F. Kennedy Parkway, Short Hills, NJ 07078  
(973) 467-9650

2. This Declaration is submitted in connection with an Order of the United States Bankruptcy Court for the District of Delaware, entered on December 3, 2020, authorizing the above-captioned debtors and debtors in possession (collectively, the “**Debtors**”) to retain and compensate certain professionals in the ordinary course of business during the pendency of the Debtors’ chapter 11 cases.

3. The Firm provided Tax Compliance and Tax Consulting services to the Debtors prior to the filing of the Debtors’ chapter 11 cases.

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<sup>1</sup> The last four digits of YouFit Health Clubs, LLC’s tax identification number are 6607. Due to the large number of debtor entities in these chapter 11 cases, a complete list of the debtor entities and the last four digits of their federal tax identification numbers is not provided herein. A complete list of such information may be obtained on the website of the claims and noticing agent at [www.donlinrecano.com/yfhc](http://www.donlinrecano.com/yfhc). The mailing address for the debtor entities for purposes of these chapter 11 cases is: 1350 E. Newport Center Dr., Suite 110, Deerfield Beach, FL 33442.

4. The Debtors have requested that the Firm provide (or continue to provide) Tax Compliance and Tax Consulting services to the Debtors, and the Firm has agreed to provide such services.

5. To the best of my knowledge, information, and belief, formed after due inquiry: (i) except for the proposed retention of the Firm in these chapter 11 cases, the Firm does not currently provide services to any party in any matter related to these chapter 11 cases and (ii) the Firm does not represent or hold an interest adverse to the Debtors.

6. Now or in the future, the Firm may provide services to certain creditors of the Debtors or other interested parties in matters unrelated to the Debtors, but in this regard, the Firm's work for these clients will not include the provision of services on any matters relating to the Debtors' chapter 11 cases.

7. The Debtors owe the Firm approximately \$0 on account of services rendered and expenses incurred prior to the Petition Date in connection with the Firm's employment by the Debtors. The Firm understands that it must file a proof of claim for such fees and expenses unless the amount thereof is properly listed in the Debtors' schedules of liabilities and is not designated therein as contingent, unliquidated or disputed.

8. The Firm further states that it has not shared, has not agreed to share, nor will it agree to share, any compensation received in connection with these chapter 11 cases with any party or person except to the extent permitted by the Bankruptcy Code and the Bankruptcy Rules, although such compensation may be shared with any member or partner of, or any person employed by, the Firm; except that KPMG may use the services of certain professionals from the member firms of the KPMG International network of independent firms and firms and entities controlled by, or under common control with, one or more such member firms, when necessary

to the performance of its professional duties and services to the Debtors. The use of such professionals allows KPMG to maximize resources and minimize costs to the Debtors estates. KPMG will pay such other KPMG entities directly for the use of such professionals, and will include such amounts in its fee application at KPMG cost without any mark-up or increase.

9. If, at any time during its employment by the Debtors, the Firm should discover any facts bearing on the matters described herein, the Firm will supplement the information contained in this Declaration.

I declare under penalty of perjury that, to the best of my knowledge and belief after reasonable inquiry, the foregoing is true and correct.

Executed on this 4th day of January, 2021

A handwritten signature in dark ink, appearing to read "Robert Kolakowski", is positioned above a horizontal line.

ROBERT KOLAKOWSKI  
Managing Director, KPMG LLP